

This is a free translation into English of an announcement issued in China and is provided solely for the convenience of English-speaking readers. This announcement should be read in conjunction with, and is construed in accordance with, relevant Chinese laws and professional auditing standards applicable in China. Should there be any inconsistency between the Chinese version and the English version, the Chinese version shall prevail. Investors can access the Company's announcements on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)).

Stock code: 601668

Abbreviation: CSCEC

No.: Interim 2022-071



中國建築股份有限公司  
CHINA STATE CONSTRUCTION ENGRG.CORP.LTD

## **Announcement on the Resolutions of the 28th Meeting of the Third Board of Directors**

The Board of Directors of the Company and each member of the Board of Directors guarantee that the contents of the public announcement contain no false or misleading statements or major omission, and they are jointly and severally liable for the truthfulness, accuracy and completeness of the said contents.

China State Construction Engineering Corporation Limited (hereinafter referred to as "the Company") held the 28th meeting of the third session of the Board of Directors (hereinafter referred to as "the Meeting") on December 12, 2022. Upon consent of all board directors, a vote in writing was held by members of the Board of Directors.

Notice of the meeting was emailed on December 19, 2022. The Meeting was convened legally and effectively in compliance with the *Company Law of the People's Republic of China*, *Articles of Association of China State Construction Engineering Corporation Limited* (hereinafter referred to as "the Articles of Association") and *Rules of Procedure of the Board of Directors of China State Construction Engineering Corporation Limited*. All of the six Directors of the Company cast their votes and adopted the following resolutions:

### **I. Deliberated on and Adopted the Proposal on "2022 Summary Report on Compliance Management of China State Construction Engineering Corporation Limited"**

All directors deliberated on and unanimously adopted the *Proposal on "2022 Summary Report on Compliance Management of China State Construction Engineering Corporation Limited"*.

Voting result: 6 in favour, 0 against, and 0 abstention.

### **II. Deliberated on and Adopted the Proposal on Amendments to "Regulations on Internal Audit Management of China State Construction Engineering Corporation Limited"**

All directors deliberated on and approved the *Proposal on Amendments to "Regulations on Internal Audit Management of China State Construction Engineering Corporation Limited"*

Voting result: 6 in favour, 0 against, and 0 abstention.

### **III. Deliberated on and Adopted the Proposal on the Renewal of the Comprehensive Service Framework Agreement between China State Construction Engineering Corporation Limited and China State Construction Engineering Corporation**

This is a free translation into English of an announcement issued in China and is provided solely for the convenience of English-speaking readers. This announcement should be read in conjunction with, and is construed in accordance with, relevant Chinese laws and professional auditing standards applicable in China. Should there be any inconsistency between the Chinese version and the English version, the Chinese version shall prevail. Investors can access the Company's announcements on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)).

All board directors deliberated on and unanimously adopted the Proposal For detailed information, please visit the website of Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) for the relevant announcement disclosed by the Company on the same day. It was agreed that the Proposal would be submitted to the General Meeting for deliberation.

As required by the relevant provisions of the *Code of Corporate Governance for Listed Companies*, the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange*, and the Company's *Articles of Association*, related directors Zheng Xuexuan and Zhang Zhaoxiang withdrew from the vote on the above-mentioned Proposals. Independent directors of the Company expressed their prior approval opinions and independent view of approval on the Proposal.

Voting result: 4 in favour, 0 against, and 0 abstention.

#### **IV. Deliberated on and Adopted the Proposal on the Renewal of the Financial Service Framework Agreement between China State Construction Finance Co., Ltd. and China State Construction Engineering Corporation**

All board directors deliberated on and unanimously adopted the *Proposal on the Renewal of the Financial Service Framework Agreement between China State Construction Finance Co., Ltd. and China State Construction Engineering Corporation*. For detailed information, please visit the website of Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) for the relevant announcement disclosed by the Company on the same day. It was agreed that the Proposal would be submitted to the General Meeting for deliberation.

As required by the relevant provisions of the *Code of Corporate Governance for Listed Companies*, the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange*, and the Company's *Articles of Association*, related directors Zheng Xuexuan and Zhang Zhaoxiang withdrew from the vote on the above-mentioned Proposals. Independent directors of the Company expressed their prior approval opinions and independent view of approval on the Proposal.

Voting result: 4 in favour, 0 against, and 0 abstention.

#### **V. Deliberated on and Adopted the Proposal on the Revision of the Articles of Association of China State Construction Engineering Corporation Limited**

All directors deliberated on and approved the *Proposal on the Revision of the Articles of Association of China State Construction Engineering Corporation Limited*, and agreed to submit the proposal to the General Meeting for deliberation. For detailed information, please visit the website of Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) for the relevant announcement disclosed by the Company on the same day.

Voting result: 6 in favour, 0 against, and 0 abstention.

#### **VI. Deliberated on and Adopted the Proposal on Convening the 2022 First Extraordinary General Meeting of China State Construction Engineering Corporation Limited**

All board directors deliberated on and unanimously adopted the *Proposal on Convening the 2022 First Extraordinary General Meeting of China State Construction Engineering Corporation Limited*. For detailed information, please visit the website of Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) for the relevant announcement disclosed by the Company on the same day.

Voting result: 6 in favour, 0 against, and 0 abstention.

This is a free translation into English of an announcement issued in China and is provided solely for the convenience of English-speaking readers. This announcement should be read in conjunction with, and is construed in accordance with, relevant Chinese laws and professional auditing standards applicable in China. Should there be any inconsistency between the Chinese version and the English version, the Chinese version shall prevail. Investors can access the Company's announcements on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)).

---

The above is hereby announced.

The Board of Directors of China State Construction Engineering Corporation Limited  
December 12, 2022